

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	
	:	Chapter 11
THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC., et al.,	:	Case No. 15-23007 (RDD)
	:	
Debtors.¹	:	(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Timothy R. Quinn, depose and say that I am employed by Prime Clerk LLC ("Prime Clerk"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On September 3, 2015, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served in the manners set forth on the Master Service List attached hereto as **Exhibit A**:

- Notice of Omnibus Rejection of Certain Unexpired Nonresidential Real Property Leases [Docket No. 774]

On September 3, 2015, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via Overnight Mail on the Landlord Service List attached hereto as **Exhibit B**:

- Notice of Omnibus Rejection of Certain Unexpired Nonresidential Real Property Leases [Docket No. 774]
- (Customized) Notice of Abandonment of *De Minimis* Assets, a non-customized copy of which is attached hereto as **Exhibit C**.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: 2008 Broadway, Inc. (0986); The Great Atlantic & Pacific Tea Company, Inc. (0974); A&P Live Better, LLC (0799); A&P Real Property, LLC (0973); APW Supermarket Corp. (7132); APW Supermarkets, Inc. (9509); Borman's Inc. (9761); Delaware County Dairies, Inc. (7090); Food Basics, Inc. (1210); Kwik Save Inc. (8636); McLean Avenue Plaza Corp. (5227); Montvale Holdings, Inc. (2947); Montvale-Para Holdings, Inc. (6664); Onpoint, Inc. (6589); Pathmark Stores, Inc. (9612); Plainbridge, LLC (5965); Shopwell, Inc. (3304); Super Fresh Food Markets, Inc. (2491); The Old Wine Emporium of Westport Inc. (0724); Tradewell Foods of Conn., Inc. (5748); and Waldbaum, Inc. (8599). The international subsidiaries of The Great Atlantic & Pacific Tea Company, Inc. are not debtors in these chapter 11 cases. The location of the Debtors' corporate headquarters is Two Paragon Drive, Montvale, New Jersey 07645.

Dated: September 8, 2015



Timothy R. Quinn

State of New York
County of New York

Subscribed and sworn to (or affirmed) before me on September 8, 2015, by Timothy R. Quinn,
proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: 

BENJAMIN JOSEPH STEELE
NOTARY PUBLIC-STATE OF NEW YORK
No. 02ST6290268
Qualified In New York County
My Commission Expires October 07, 2017

Exhibit A

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Counsel for New York State Workers' Compensation Board	Office of the New York State Attorney General	Attn: Louis J. Testa, Esq. & Norman P. Fivel, Esq. Civil Recoveries Bureau, Bankruptcy Litigation Unit The Capitol Albany NY 12224-0341	louis.testa@ag.ny.gov norman.fivel@ag.ny.gov	Email
United States Trustee Southern District of New York	Office of The United States Trustee for Region 2	Attn: Richard Morrissey & Brian Masumoto 201 Varick Street Suite 1006 New York NY 10014	Richard.Morrissey@usdoj.gov	First Class Mail and Email
Counsel for Wells Fargo Bank, National Association, as agent under that certain Amended and Restated Senior Secured Term Credit Agreement, dated as of September 17, 2014	Otterbourg PC	Attn: Johnathan N. Helfat & Daniel F. Fiorillo 230 Park Avenue New York NY 10169	jhelfat@otterbourg.com dfiorillo@otterbourg.com	First Class Mail and Email

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Interested Party	Robinson & Yablon, PC	Attn: Jared R. Cooper, Esq. 232 Madison Avenue Suite 1200 New York NY 10016	jcooper@robbyablaw.com	Email
Counsel for 255 Mall LLC and Feil Whitestone LLC	Robinson Brog Leinwand Greene Genovese & Gluck PC	Attn: Fred B. Ringel 875 Third Avenue 9th Floor New York NY 10022	fbr@robinsonbrog.com	Email

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Securities and Exchange Commission - Regional Office	Securities & Exchange Commission – NY Office	Attn: Bankruptcy Dept. Brookfield Place 200 Vesey Street, Ste. 400 New York NY 10281-1022	bankruptcynoticeschr@sec.gov	First Class Mail and Email

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Counsel for Two Paragon Drive, LLC & A & R L.L.C.	Trenk, DiPasquale, Della Fera & Sodono, PC	Attn: Adam D. Wolper, Esq. 347 Mount Pleasant Avenue Suite 300 West Orange NJ 07052	awolper@trenklawfirm.com	Email
U.S. Bank National Association, as trustee under that certain Indenture for Senior Secured PIK Toggle Notes due 2017 (the "Prepetition PIK Notes") and as trustee under that certain Indenture for Senior Secured Convertible Notes due 2018 (the "Prepetition Convertible Notes")	U.S. Bank National Association	Attn: Corporate Trust Department 100 Wall Street New York NY 10005		First Class Mail
United States Bankruptcy Court for the Southern District of New York	United States Bankruptcy Court for the Southern District of New York	Attn: Chambers of the Honorable Judge Robert D. Drain 300 Quarropas Street Room 248 White Plains NY 10601		First Class Mail
United States Attorney's Office for the Southern District of New York	US Attorney for Southern District of New York	Attn: Bankruptcy Division 86 Chambers St. 3rd Floor New York NY 10007	David.Jones6@usdoj.gov Jeffrey.Oestericher@usdoj.gov Joseph.Cordaro@usdoj.gov Carina.Schoenberger@usdoj.gov	First Class Mail and Email

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Wells Fargo Bank, National Association, in its capacity as Agent for the Lenders, pursuant to that certain Amended and Restated Senior Secured Revolving Credit Agreement dated September 17, 2014	Wells Fargo Bank, National Association	Attn: Emily Abrahamson One Boston Place 18th Floor Boston MA 02108	emily.j.abrahamson@wellsfargo.com	First Class Mail and Email
Counsel for Universal Environmental Consulting, Inc.	Weltman & Moskowitz, LLP	Attn: Richard E. Weltman, Esq. & Melissa A. Guseynov, Esq. 270 Madison Avenue Suite 1400 New York NY 10016	rew@weltmosk.com mag@weltmosk.com	Email

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Exhibit B

Landlord Service List

Served via Overnight Mail

NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
Basser Kaufman of Matawan LLC	151 IRVING PLACE		WOODMERE	NY	11598
Center Square Plaza Associates	BRYN MAWR SQUARE	763 LANCASTER AVE STE 250	BRYN MAWR	PA	19010
Clifton Grocery Owners LLC	421 SEVENTH AVENUE		NEW YORK	NY	10001
CPIA LLC	10 GILBERTON ROAD		GILBERTON	PA	17934
East Marlboro Associates	RJ WATERS & ASSOCIATES INC	200 OLD FORGE LANE STE 201	KENNETT SQUARE	PA	19348
Echo Swedesford Associates LP	701 ALPHA DRIVE		PITTSBURGH	PA	15238
Garnat Co	123 S BROAD STREET		PHILADELPHIA	PA	19109
Realty Income Wilmington Lancaster	11995 EL CAMINO REAL		SAN DIEGO	CA	92130
US Bank Natl Assoc as Trustee	5221 N OCONNOR BOULEVARD	SUITE 600	IRVING	TX	75039
Walnutport Associates	505 PARK AVENUE	SUITE 302	NEW YORK	NY	10022

Exhibit C

NOTICE OF ABANDONMENT OF *DE MINIMIS* ASSETS

On July 19, 2015 (the “**Commencement Date**”), The Great Atlantic & Pacific Tea Company, Inc. and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”),¹ each commenced with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”) a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”).

PLEASE TAKE NOTICE that the Debtors, pursuant to the *Amended Final Order Approving (I) Global Procedures for (A) Store Closings, (B) the Expedited Sale, Transfer, or Abandonment of De Minimis Assets, and (C) Rejecting Unexpired Nonresidential Real Property Leases, and (II) Entry Into a Liquidation Consulting Agreement* entered by the Bankruptcy Court on August 13, 2015 [Docket No. 546] (the “**Order**”),² hereby provide this notice (the “**Abandonment Notice**”) of their intent to abandon certain surplus, obsolete, non-core, or burdensome assets (the “**De Minimis Assets**”) pursuant to section 554 of the Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE that the Debtors seek to abandon the De Minimis Assets identified on Exhibit A attached hereto (the “**Assets**”) at the property located at _____ (the “**Property**”), and such Assets will be _____

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: 2008 Broadway, Inc. (0986); The Great Atlantic & Pacific Tea Company, Inc. (0974); A&P Live Better, LLC (0799); A&P Real Property, LLC (0973); APW Supermarket Corporation (7132); APW Supermarkets, Inc. (9509); Borman’s, Inc. (9761); Delaware County Dairies, Inc. (7090); Food Basics, Inc. (1210); Kwik Save Inc. (8636); McLean Avenue Plaza Corp. (5227); Montvale Holdings, Inc. (6664); Montvale-Para Holdings, Inc. (2947); Onpoint, Inc. (6589); Pathmark Stores, Inc. (9612); Plainbridge LLC (5965); Shopwell, Inc. (3304); Super Fresh Food Markets, Inc. (2491); The Old Wine Emporium of Westport, Inc. (0724); Tradewell Foods of Conn., Inc. (5748); and Waldbaum, Inc. (8599). The international subsidiaries of The Great Atlantic & Pacific Tea Company, Inc. are not debtors in these chapter 11 cases. The location of the Debtors’ corporate headquarters is Two Paragon Drive, Montvale, New Jersey 07645.

² Capitalized terms used herein but not otherwise defined shall have the meanings ascribed in the Order. A copy of the Order can be obtained electronically at <https://cases.primeclerk.com/aptea> or upon request to apinfo@primeclerk.com.

abandoned as of September 14, 2015 (the “**Abandonment Date**”) to _____ (the “**Recipient**”), in accordance with the Order.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order, as of the Abandonment Date, the Recipient shall be free to dispose of the Assets without liability to any party and without further notice or of the Bankruptcy Court, and the Recipient’s right, if any, to file a claim for the cost of disposal of the Assets is fully reserved, as are the rights of any party in interest to object to such claim.

To the extent you have any questions concerning this notice please contact Candace M. Arthur at (212) 310-8324 or Alana R. Heumann at (212) 310-8676.

Dated: September 3, 2015
New York, New York

/s/ Garrett A. Fail
Ray C. Schrock, P.C.
Garrett A. Fail
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
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Telephone: (212) 310-8000
Facsimile: (212) 310-8007

*Attorneys for Debtors
and Debtors in Possession*

Exhibit A

Description of Assets	Justification for Proposed Abandonment